

RECORDATION NO. 22590-C FILED

MAY 06 '10 -3 00 PM

SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

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OF COUNSEL
URBAN A. LESTER

May 6, 2010

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Termination of Security Agreement (Amtrak Trust 99-E), dated as of May 6, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete termination and relates to the Memorandum of Loan and Security Agreement (Amtrak Trust 99-E) previously filed with the Board under Recordation Number 22590-A.

The names and addresses of the parties to the enclosed document are:

Trustee. Wilmington Trust Company
Rodney Square North
1100 North Market Street
Wilmington, DE 19890

Lender: AME Investments LLC
c/o Ambac Capital Corp
One State Street Plaza
New York, NY 10004

Section Chief
May 6, 2010
Page two

A description of the railroad equipment covered by the enclosed document
IS:

37 railcars TERMINATED within the series AMTK 28017 - AMTK 38033
as more particularly set forth in the attachment to the document.

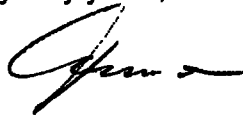
A short summary of the document to appear in the index is:

Memorandum of Termination of Security Agreement (Amtrak Trust 99-E).

Also enclosed is a check in the amount of \$41 00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the
undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem
Enclosures

MEMORANDUM OF TERMINATION OF SECURITY AGREEMENT SURFACE TRANSPORTATION BOARD

1. Pursuant to the Loan and Security Agreement (Amtrak Trust 99-E), dated as of December 9, 1999 (the "Security Agreement"), Wilmington Trust Company, a Delaware banking corporation, not in its individual capacity, but solely as Trustee ("Trustee") under the Trust Agreement (Amtrak Trust 99-E) dated as of December 9, 1999, granted to AME Investments, LLC (the "Lender"), as security for certain obligations of Trustee, Equity Investor, Lessee or any other Person under any of the Operative Documents to the Lender, a security interest in all of Trustee's right, title, and interest in and to the Collateral, including, without limitation, the railroad equipment described on Annex A hereto. The parties executed a Memorandum of Loan and Security Agreement (Amtrak Trust 99-E), reflecting the foregoing, dated as of December 9, 1999, which Memorandum was filed with the Surface Transportation Board ("STB") on December 9, 1999, at 12:10 PM, with the Recordation No. 22590-A. All terms used and not otherwise defined herein shall have the respective meanings provided in the Security Agreement.

2. Pursuant to a Termination and Purchase Agreement (Amtrak Trust 99-E), dated as of May 6, 2010, by and between Trustee, National Railroad Passenger Corporation, a company organized under the Rail Passenger Service Act and the laws of the District of Columbia, Wachovia Financial Services, Inc., a North Carolina corporation, the Lender and AME Asset Funding, LLC, a Delaware limited liability company, the Lender terminated and released the security interest granted by Trustee to the Lender under the Security Agreement in full with respect to the Collateral, including, without limitation, the railroad equipment described on Annex A hereto.

3. The addresses of the parties are as follows:

Wilmington Trust Company
1100 North Market Street
Wilmington, Delaware 19890
Attention: Corporate Trust Administration

AME Investments, LLC
C/o Ambac Capital Corporation
One State Street Plaza
New York, New York 10004
Attention: Loan Operations

4. The terms and provisions of the above-referenced security interest are more particularly set forth in the above-referenced Security Agreement.

5. This Memorandum of Termination of Security Agreement may be signed in counterpart or duplicate copies, and any signed counterpart or duplicate copy shall be equivalent to a signed original for all purposes.

[Execution on next page; remainder of this page intentionally left blank]

[Memorandum of Termination of Security Agreement – STB (Amtrak Trust 99-B)]

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum of Termination of Security Agreement to be executed as of May 10, 2010.

WILMINGTON TRUST COMPANY, not in its individual capacity, but solely as Trustee, as aforesaid

By: _____

Name: Robert J. Perkins
Title: Vice President

STATE OF DELAWARE)

) ss

COUNTY OF NEW CASTLE)

On May 3, 2010, before me personally appeared Robert J. Perkins to me personally known, who being by me duly sworn says that he is VP of Wilmington Trust Company, and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation

Vernessa E. Robinson

Notary Public, VERNESSA E. ROBINSON
My commission expires, Notary Public - State of Delaware
My Comm. Expires Oct. 26, 2010

[NOTARY SEAL]

October 26, 2010

[Execution continued on next page; remainder of this page intentionally left blank]

[Memorandum of Termination of Security Agreement - STB (Amtrak Trust 99-F)]

AME INVESTMENTS, LLC

By: [Signature]
Name: David J. Weissman
Title: Ambac Board Member

STATE OF New York)
COUNTY OF New York) ss.

On May 4, 2010, personally appeared before me David J. Weissman to me personally known, who being by me duly sworn, said that he is a Ambac Board Member of AME Investments, LLC, that such instrument was signed on behalf of such corporation by the authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation

Anne G. Kelly
Notary Public
My commission expires.

[NOTARIAL SEAL]

ANNE G. KELLY
Notary Public, State of New York
No. 02G15044534
Qualified in New York County
Commission Expires October 12, 20 11

ANNEX A

EQUIPMENT

Amtrak Equipment Number		<u>Equipment Type</u>
32055	Superliner I	Superliner Sleeper
32056	Superliner I	Superliner Sleeper
32058	Superliner I	Superliner Sleeper
32059	Superliner I	Superliner Sleeper
32062	Superliner I	Superliner Sleeper
32063	Superliner I	Superliner Sleeper
32064	Superliner I	Superliner Sleeper
32065	Superliner I	Superliner Sleeper
32066	Superliner I	Superliner Sleeper
32067	Superliner I	Superliner Sleeper
32068	Superliner I	Superliner Sleeper
32069	Superliner I	Superliner Sleeper
33003	Superliner I	Superliner Sleeper
33004	Superliner I	Superliner Sleeper
28017	Amfleet II enhanced	Amlounge II
28018	Amfleet II enhanced	Amlounge II
28019	Amfleet II enhanced	Amlounge II
28020	Amfleet II	Amlounge II
28021	Amfleet II	Amlounge II
28022	Amfleet II enhanced	Amlounge II
28023	Amfleet II	Amlounge II
28024	Amfleet II enhanced	Amlounge II
38017	Superliner I enhanced	Superliner Diner
38031	Superliner I enhanced	Superliner Diner
38033	Superliner I enhanced	Superliner Diner
33009	Superliner I enhanced	Superliner Lounge/Café
32014	Superliner I enhanced	Superliner Sleeper
32025	Superliner I enhanced	Superliner Sleeper
32031	Superliner I enhanced	Superliner Sleeper
32032	Superliner I enhanced	Superliner Sleeper
32033	Superliner I enhanced	Superliner Sleeper
32036	Superliner I enhanced	Superliner Sleeper
32042	Superliner I enhanced	Superliner Sleeper
32051	Superliner I enhanced	Superliner Sleeper
32057	Superliner I enhanced	Superliner Sleeper
32060	Superliner I enhanced	Superliner Sleeper
32061	Superliner I enhanced	Superliner Sleeper

* - Units, if any, which have been removed due to a casualty are marked with an “*”.

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated:

5/6/10



Robert W Alvord